

**UNITED STATES DISTRICT COURT
EASTERN DISTRICT OF MISSOURI
EASTERN DIVISION**

PREMIUM RETAIL SERVICES, INC.,)	
)	
Plaintiff,)	
)	
v.)	No. 4:13-CV-36 CAS
)	
MAKE RETAIL, LLC, et al.,)	
)	
Defendants.)	

MEMORANDUM AND ORDER

This matter is before the Court on review of the file. The Court notes the existence of issues regarding jurisdiction. “In every federal case the court must be satisfied that it has jurisdiction before it turns to the merits of other legal arguments.” Carlson v. Arrowhead Concrete Works, Inc., 445 F.3d 1046, 1050 (8th Cir. 2006). The Eighth Circuit has admonished district courts to “be attentive to a satisfaction of jurisdictional requirements in all cases.” Sanders v. Clemco Indus., 823 F.2d 214, 216 (8th Cir. 1987). Statutes conferring diversity jurisdiction are to be strictly construed. Sheehan v. Gustafson, 967 F.2d 1214, 1215 (8th Cir. 1992).

Plaintiff bring its complaint pursuant to this Court’s diversity jurisdiction, alleging state law claims for breach of contract, quantum meruit and unjust enrichment. To invoke the Court’s diversity jurisdiction, the complaint must allege each party’s place of citizenship, including allegations of any corporate party’s state of incorporation and principal place of business. 28 U.S.C. §§ 1332(a), (c)(1); see Sanders, 823 F.2d at 215 n.1. For limited liability companies, the Court must examine the citizenship of each member of the limited liability company for purposes of diversity jurisdiction. GMAC Commercial Credit, LLC v. Dillard Dep’t Stores, Inc., 357 F.3d 827, 829 (8th Cir. 2004).

In this case, plaintiff alleges defendant Make Retail, LLC is a limited liability company organized under the laws of the State of Minnesota, with its principal place of business in Minnesota. As for defendant Made&Co., LLC, plaintiff also alleges it is a limited liability company organized under the laws of the State of Minnesota, with its principal place of business in Minnesota.¹ For a limited liability corporation, plaintiffs must plead the citizenship of each member of the limited liability corporation for purposes of diversity jurisdiction, GMAC, 357 F.3d at 829, which plaintiff has not done. As a result, the complaint does not adequately establish the existence of diversity jurisdiction. See Rule 8(a), Federal Rules of Civil Procedure (“A pleading which sets forth a claim for relief shall contain (1) a short and plain statement of the grounds upon which the court’s jurisdiction depends”); see also Sanders, 823 F.2d at 216 (discussing pleading requirements to establish diversity jurisdiction).

The Court will order plaintiff to file an amended complaint which shall include the appropriate allegations regarding citizenship of defendants Make Retail, LLC, and Made&Co., LLC. On its own motion, the Court will extend the alternative dispute resolution referral deadline until after plaintiff has filed its amended complaint, and the Court is satisfied that it has jurisdiction over this cause of action.

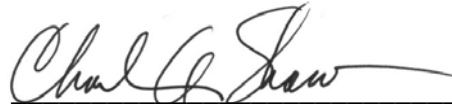
¹Defendants Make Retail, LLC, and Made&Co., LLC, have filed a counterclaim against Premium Retail Services Inc. Their counterclaim is a state law claim for breach of contract. The Court has reviewed Make Retail, LLC, and Made&Co., LLC’s Second Amended Counterclaim and they also have not sufficiently alleged their citizenship for purposes of establishing diversity jurisdiction.

Accordingly,

IT IS HEREBY ORDERED that plaintiff Premium Retail Services, Inc., shall file an amended complaint by **June 11, 2013**, which shall include appropriate allegations regarding the citizenship of defendants Make Retail, LLC, and Made&Co., LLC.

IT IS FURTHER ORDERED that this case is now tentatively scheduled for referral to court-sponsored alternative dispute resolution (Mediation) on **June 17, 2013**.

IT IS FURTHER ORDERED that in the event plaintiff does not timely comply with this Order, this case will be dismissed without prejudice for lack of subject matter jurisdiction.



CHARLES A. SHAW
UNITED STATES DISTRICT JUDGE

Dated this 5th day of June, 2013.